

AMENDMENT TO OIL AND GAS LEASE

State: Texas

County: Tarrant

Lessor: Richard D. Grieser and Lucille J. Grieser, 517 Whistler Dr. Arlington, TX 76006

Lessee: The Caffey Group, L.L.C 309 W. 7th Street, Suite 1300, Fort Worth, TX 76102

Effective date: July 25, 2009

Titan Operating, LLC, whose address is 111 West 4th Street, Ste. 300, Fort Worth, Texas 76102 ("Titan") is the present owner of the Oil and Gas Lease (the "Lease"), dated July 25, 2009, executed by Lessor, named above, in favor of The Caffey Group, L.L.C., Lessee, covering .207 acres of land (the "Lands"), more or less in Tarrant County, Texas. The Lease is recorded Instrument number D208374476 the Official Public Records, Tarrant County, Texas. Reference is made to the Lease and its recording for a complete description of the Lands it covers and for all other purposes.

It is the desire of the Lessor and Titan to amend the date of the Lease. For adequate consideration, Lessor and Titan agree that the Lease is amended so that the Lease is dated July 25, 2008.

Lessor leases and lets to Lessee, its successors and assigns, consents to, ratifies, adopts, and confirms all of the terms and provisions of the Lease, as amended herein, and does hereby grant, lease, demise and let, to Titan, its successors and assigns, the land covered by said Lease, as amended herein for the purposes and the terms and conditions provided in the Lease, as amended by this Agreement.

Lessor warrants to be the owner of the Lands and the minerals in and under the Lands with full right and authority to execute this Amendment to amend the date of the lease.

This Amendment shall extend to and be binding upon both Lessor and Titan, and their respective heirs, executors, administrators, successors, and assigns. Except as stated in this Amendment, the Lease shall continue in full force and effect as to all its other terms and provisions. The consideration paid to Lessor for this Amendment is the full consideration for the amendment of the effective date of this Lease. The Lease is deemed a "Paid Up" Lease for its entire primary term.

This Amendment is signed by Lessor and Titan as of the date of acknowledgement of their respective signatures below, but is effective for all purposes July 25, 2008.

LESSOR:

Richard D. Grieser

Lucille J. Grieser

TITAN OPERATING, LLC

William B. Ford
Vice President - Land
Titan Operating, LLC

RETURN TO: Titan Operating, LLC
111 W. 4th St., 3rd Floor
Fort Worth, TX 76102

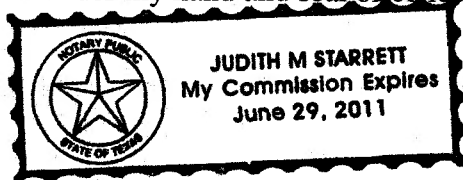
ACKNOWLEDGEMENTS

STATE OF TEXAS
COUNTY OF TARRANT

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Before me, the undersigned authority, on this day personally appeared Richard D. Grieser and known to me to be the person whose name is subscribed to the forgoing instrument, and acknowledged to me that he executed the same for the purpose and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this 8th day of November, 2010



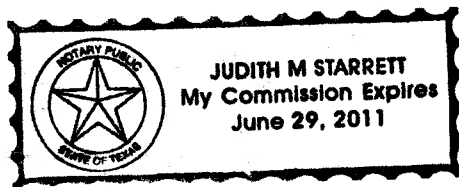
Judith M. Starrett
Notary Public, State of Texas

STATE OF TEXAS
COUNTY OF TARRANT

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Before me, the undersigned authority, on this day personally appeared Lucille J. Grieser and known to me to be the person whose name is subscribed to the forgoing instrument, and acknowledged to me that he executed the same for the purpose and consideration therein expressed and in the capacity therein stated.

Given under my hand and seal of office this 8th day of November, 2010

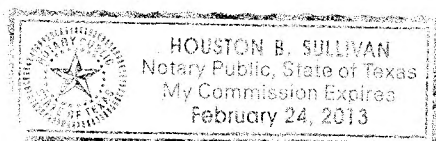


Judith M. Starrett
Notary Public, State of Texas

STATE OF TEXAS
COUNTY OF TARRANT

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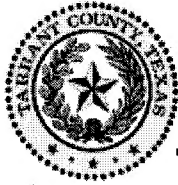
This instrument was acknowledged before me on the 4 day of November, ~~2009~~²⁰¹⁰, by William B. Ford, Vice-President – Land of Titan Operating, LLC, a Texas Limited Liability Company, on behalf of said limited liability company.



Houston B. Sullivan
Notary Public, State of Texas

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

TITAN OPERATING LLC
111 W 4TH ST 3RD FLOOR
FT WORTH, TX 76102

Submitter: TITAN OPERATING LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 11/22/2010 9:13 AM

Instrument #: D210288490

LSE

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PGS

\$20.00

By: _____

Suzanne Henderson

D210288490

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: VMMASSINGILL